



STEEL STRIPS WHEELS LTD.

CIN: L27107PB1985PLC006159

Head Office : ISO/TS16949 Certified
SCO 49-50-51, Sector-26,
Madhya Marg, Chandigarh-160 019 (INDIA)
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Website : www.sswlindia.com

Dated: 28-05-2021

The Bombay Stock Exchange Limited
Department of Corporate Services,
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

BSE Code: 513262

The National Stock Exchange of India
Limited
Exchange Plaza,
Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051

NSE Code: SSWL

Sub: Annual Secretarial Compliance Report for the financial year ended 31st March 2021.

Ref: SEBI Circular CIR/CFD/CMD1/27/2019 Dated February 8, 2019.

Dear Sir/Madam,

In Compliance with the Regulation 24 A of the SEBI (LODR) Regulations, 2015, read with the SEBI Circular CIR/CFD/CMD1/27/2019 Dated February 8, 2019. Please find enclosed herewith the Annual Secretarial Compliance Report duly signed by Sh. Sushil Kumar Sikka (PCS), Proprietor of S. K. Sikka & Associates, Company Secretaries for the financial year ended 31st March 2021.

This is for your information and records please.

Thanking you.

Yours faithfully,
For Steel Strips Wheels Limited

(Shaman Jindal)
CGM-cum-Company Secretary

SECRETARIAL COMPLIANCE REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021
[Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 Dt. 8th February, 2019]

I, Sushil Kumar Sikka, Prop. of S. K. Sikka & Associates, have examined:

- (a) all the documents and records made available to us and explanation provided by **Steel Strips Wheels Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges, website of the listed entity,
- (c) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **31st March, 2021** ("**Review Period**") in respect of compliance with the provisions of :

- i. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- ii. the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
(Not Applicable to the Company during the Audit Period)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company during the Audit Period)**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not Applicable to the Company during the Audit Period)**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) other regulations as applicable from time to time;

and circulars/guidelines issued thereunder;



Based on the above examination, I hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/Remarks of the Practicing Company Secretary
1	Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Compliance with the requirements pertaining to the Composition of Board	One Independent Director was required to be appointed to make the composition of the Board of Directors in conformity with SEBI Listing Regulations.

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.

- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken e.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1.	BSE Limited	Compliance with the requirements pertaining to the Composition of Board	BSE Limited (BSE) and The National Stock Exchange of India Limited (NSE) vide their notices dated 15.02.2021, had imposed a penalty of Rs. 1,95,000/- plus 18% GST each on the Company for non-compliance of Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular Ref. no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 and Guidance Note on the same.	As informed by the Company, due to the outbreak of pandemic COVID-19 and reporting of many cases in the Corporate Office including amongst the Top Management, the Company was unable to find a suitable candidate for the post of Independent Director as no fruitful discussions could take place between the prospective candidates and
2.	The National Stock Exchange of India Limited			



				management. However, when the things came back to normalcy, the Company appointed Sh. Siddharth Bansal as the Non-Executive Independent Director on the Board w.e.f. 09.11.2020 and hence, the board Composition was corrected in accordance with the SEBI Listing Regulations. Further, the Company had duly paid the fine of Rs. 1,95,000 plus 18% GST, each to the respective stock exchanges on 25.02.2021 well within the stipulated time limit mentioned in the notices and filed an application on 25.02.2021 seeking waiver of the said fines in accordance with the carve-out policy of the Stock Exchanges, which allows for a waiver of fines.
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Further no action has been taken against the promoters/directors/material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulations and circulars/guidelines issued thereunder



(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31.03.2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
		Not applicable		

Place : Chandigarh
Date : 28.05.2021



(Sushil Kumar Sikka)
FCS No. : 4241
C P No. : 3582
UDIN: F004241C000386051